

L98000000268

February 25, 1998

Joseph D. Ellis
1834 NW 39th Drive
Gainesville, Florida 32605
(352) 376-8668

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314
(904) 487-6052

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SUBJECT: Formation of A.E.F. Capital Management, L.C.

Enclosed is an original and one (1) copy of the following paperwork for registering/filing the above Florida limited liability company:

1. Articles of Organization.
2. Affidavit of Membership and Contributions.
3. Certificate of Designation of Registered Agent/Registered Office.

Also enclosed are the following filing fees for a Florida Limited Liability Company made payable to the Florida Department of State:

\$250.00 Filing Fee for Articles of Organization and Affidavit
\$ 35.00 Designation of Registered Agent
\$ 8.75 Certificate of Status
\$ 52.50 Certified Copy
\$346.25 Total Enclosed

If you have any questions or concerns, please do not hesitate to contact me at (352) 376-8668.

Sincerely,

Joseph D. Ellis
Joseph D. Ellis

L98-268

Name	OR 34
Availability	
Document	OR
Examiner	
Updater	OR
Updater	OR
Verifier	
Acknowledgement	
W. P. Verifier	OR

**ARTICLES OF ORGANIZATION
OF
A.E.F. Capital Management, L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be A.E.F. Capital Management, L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be:

A.E.F. Capital Management, L.C.
1834 Northwest 39th Drive
Gainesville, Florida 32605

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is Joseph D. Ellis of 1834 Northwest 39th Drive, Gainesville, Florida 32605.

ARTICLE V -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VI -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members,

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CLERK OF STATE
TALLAHASSEE, FLORIDA

provided there are at least two remaining members.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Gainesville, Florida, on this 25 day of February, 1998.

Joseph D. Ellis
Joseph D. Ellis, Organizer

STATE OF FLORIDA
COUNTY OF ALACHUA

Joseph D. Ellis
Joseph D. Ellis, Applicant

Sworn to (or affirmed) and subscribed before me this 25 day of FEBRUARY, 1998, by Joseph D. Ellis (name of person making statement).

DERORA M. BENORE
Notary Public -- State of Florida

Print, Type, or Stamp

Commissioned Name of Notary Public



DERORA M. BENORE
My Comm. Exp. 6/27/98
Bonded By Service Ins
No. CC368447
☒ Personally Known ☐ Other I.D.

Personally Known X OR Produced Identification _____

Type of Identification Produced _____

(SEAL)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of A.E.F. Capital Management, L.C., deposes and says:

- 1) the above named limited liability company has at least two members.
- 2) the total amount of cash contributed by the members is \$ 525.00
- 3) if any, the agreed value of property other than cash contributed by members is \$ N/A
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ 1,000,000.00
- 5) the total amounts of 2, 3 and 4 is \$ 1,000,525.00

Joseph D. Ellis 2/24/98
(Signature of member)
Joseph D. Ellis

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608 507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: A.E.F. Capital Management, L.C.
2. The name and address of the registered agent and office is:

Joseph D. Ellis
1834 Northwest 39th Drive
Gainesville, Florida 32605

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Joseph D. Ellis
Joseph D. Ellis

2/24/98
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA